

1 Robert C. Moest, Of Counsel, SBN 62166
2 **THE BROWN LAW FIRM, P.C.**
3 2530 Wilshire Boulevard, Second Floor
4 Santa Monica, California 90403
5 Telephone: (310) 915-6628
6 Facsimile: (310) 915-9897
7 Email: RMoest@aol.com

8 *Counsel for Plaintiff*

9 [Additional counsel on signature page]

10 **UNITED STATES DISTRICT COURT**
11 **NORTHERN DISTRICT OF CALIFORNIA**

12 JUSTIN LANFAIR, derivatively on behalf of
13 C3.AI, INC.,

14 Plaintiff,

15 v.

16 THOMAS M. SIEBEL, EDWARD Y. ABBO,
17 DAVID BARTER, LORENZO SIMONELLI,
18 PATRICIA A. HOUSE, RICHARD LEVIN,
19 MICHAEL G. MCCAFFERY, S. SHANKAR
20 SASTRY, BRUCE SEWELL, JIM H. SNABE,
21 STEPHEN M. WARD JR., HOUMAN
22 BEHZADI, BRUCE CLEVELAND, and
23 BRADY MICKELSEN,

24 Defendants,

25 and

26 C3.AI, INC., et al.,

27 Nominal Defendant.

Case No. 4:24-cv-01869-YGR

**STIPULATION AND ORDER TO
CONSOLIDATE AND STAY
DERIVATIVE ACTION (as modified)**

Judge: Hon. Haywood S. Gilliam, Jr.
Courtroom: 2, 4th Floor

1 Plaintiff Justin Lanfair (“Plaintiff”), derivatively on behalf of C3.ai, Inc. (“C3 AI” or the
 2 “Company”), and Defendants Thomas M. Siebel, Edward Y. Abbo, David Barter, Lorenzo Simonelli,
 3 Patricia A. House, Richard Levin, Michael G. McCaffery, S. Shankar Sastry, Bruce Sewell, Jim H.
 4 Snabe, Stephen M. Ward, Jr., Houman Behzadi, Bruce Cleveland, and Brady Mickelsen, (together
 5 with C3, “Defendants” and collectively with Plaintiff, the “Parties”) jointly submit this Stipulation
 6 to Stay Derivative Action (“Stipulation”), and in support thereof state as follows:

7 WHEREAS, the shareholder derivative actions *Suri v. Siebel, et al.*, Case No.: 4:22-cv-
 8 03031-HSG (“*Suri* Action”), *Rabasca v. Siebel, et al.*, Case No.: 4:23-cv-01566 (“*Rabasca* Action”) and
 9 *Vo v. Siebel, et al.*, Case No.: Case 3:23-cv-03895-JSC (“*Vo* Action”) were filed in this Court
 10 (*Suri, Rabasca*) or transferred to this Court (*Vo*), and assigned to the Honorable Haywood S.
 11 Gilliam, Jr.;

12 WHEREAS, on December 21, 2023, the Court issued an Order consolidating the *Suri*,
 13 *Rabasca*, and *Vo* Actions (the “Consolidation Order”) under the title *In re C3.AI, Inc. Derivative*
 14 *Litigation*, 4:22-cv-03031-HSG (N.D. Cal.) (the “Consolidated Action”);

15 WHEREAS, on March 26, 2024, Plaintiff filed the above-captioned action;

16 WHEREAS, on June 25, 2024, this Court granted Plaintiff’s unopposed motion to relate this
 17 action to the Consolidated Action;

18 WHEREAS, on June 26, 2024, this Court Ordered the parties to this action “to file by July
 19 2, 2024 either a stipulation to stay the case consistent with the stipulation granted in the stayed
 20 derivative action to which this case has been related . . . or a notice explaining why a stay is not
 21 warranted in this case,” ECF No. 16;

22 WHEREFORE, the Parties, through their undersigned counsel, hereby agree, stipulate, and
 23 respectfully request that the Court enter an order as follows:

24 1. This action is consolidated with the Consolidated Action on all of the same terms
 25 and conditions set forth in the Stipulation and Order as Modified Consolidating Related Shareholder
 26 Derivative Actions and Appointing Co-Lead Counsel entered in the Consolidated Action (ECF No.
 27 29) (“Consolidation Order”), including terms that stay the Consolidated Action, as though the terms
 28 of the Consolidation Order were fully set forth in this Stipulation.

2. This Order shall remain in effect until further order of this Court.

IT IS SO STIPULATED.

DATED: June 28, 2024

Respectfully submitted,

THE BROWN LAW FIRM, P.C.

By: /s/ Robert C. Moest

Robert C. Moest (SBN 62166)
2530 Wilshire Boulevard, Second Floor
Santa Monica, California 90403
Telephone: (310) 915-6628
Facsimile: (310) 915-9897
Email: RMoest@aol.com

Counsel for Plaintiff

DATED: June 28, 2024

QUINN EMANUEL URQUHART &
SULLIVAN, LLP

By: /s/ Harry A. Olivar, Jr.

Harry A. Olivar, Jr.
865 S. Figueroa Street, 10th Floor
Los Angeles, CA 90017
(213) 443-3000
harryoliviar@quinnemanuel.com

David Edward Myre, III (SBN 304600)
555 Twin Dolphin Dr., 5th Floor
Redwood Shores, CA 94065
(650) 801-5000
davidmyre@quinnemanuel.com

Counsel for C3.ai, Inc.

DATED: June 28, 2024

SIDLEY AUSTIN LLP

By: /s/ Sarah A. Hemmendinger


Sara B. Brody (SBN 130222)
Sarah A. Hemmendinger (SBN 298659)
555 California Street, Suite 2000
San Francisco, CA 94104

Telephone: (415) 772-1200
sbrody@sidley.com
shemmendinger@sidley.com

Counsel for Defendant Lorenzo Simonelli

PURSUANT TO THE FOREGOING STIPULATION, IT IS SO ORDERED. The clerk is directed to e-file a copy of this order in case no. 4:22-cv-3031-HSG. The earlier-filed civil action, case no. 4:22-cv-3031-HSG, shall serve as the lead case. The clerk is directed to administratively close the later-filed civil actions, case no. 4:24-cv-1869-HSG.

Dated: 7/1/2024


HON. HAYWOOD S. GILLIAM, Jr.
UNITED STATES DISTRICT JUDGE